

RECORDATION NO. 21193-B FILED

LAW OFFICES
MILES & STOCKBRIDGE

DEC 15 '98

10-17AM

CAMBRIDGE, MD
COLUMBIA, MD
EASTON, MD
FREDERICK, MD

A PROFESSIONAL CORPORATION
10 LIGHT STREET
BALTIMORE, MARYLAND 21202-1487
TELEPHONE 410-727-6464
FAX 410-385-3700

McLEAN, VA
ROCKVILLE, MD
TOWSON, MD
WASHINGTON, D.C.

December 14, 1998

JOHN A. STALFORT
410-385-3424

RECEIVED
SURFACE TRANSPORTATION
BOARD
DEC 15 10 17 AM '98

via FEDERAL EXPRESS

Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001
Attention: Mrs. Janice Fort

Re: Our File No.: 258-1903

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. §11301(a) are two originally-executed copies of the following document:

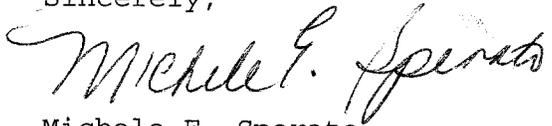
Release of Security Agreement by The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) in favor of SRL Partners #3 (955 South Virginia Street, Reno, Nevada 89502) which relates to the Security Agreement dated January 29, 1998 by and between SRL Partners #3 (955 South Virginia Street, Reno, Nevada 89502) and The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) which was recorded with the Surface Transportation Board on January 30, 1998 under Recordation No.: 21193

Also enclosed is a check in the amount of \$26.00 to cover the costs of recording this document.

Once this document has been recorded, please return the same to the undersigned.

Thank your for your prompt attention to this matter. Please call me at (800) 344-2532 if you have any questions.

Sincerely,



Michele E. Sperato
Assistant to John A. Stalfort

Enclosure

RELEASE OF SECURITY AGREEMENT DEC 15 '98 10-17AM

The undersigned, The First National Bank of Maryland, a national banking association (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, terminates and releases its security interest in and to the railroad cars described on Exhibit A attached hereto, together with all substitutions, replacement parts and annexations thereto, improvements and accessions thereto and all spare parts, tools, accessories and attachments in connection therewith, any maintenance agreements applicable thereto and all proceeds and products thereof, granted pursuant to that certain Security Agreement dated January 29, 1998 by and between SRL Partners #3 and the Bank (the "Security Agreement"). The Security Agreement was recorded with the Surface Transportation Board on January 30, 1998 under Recordation Number 21193.

Dated as of this 13th day of November, 1998.

THE FIRST NATIONAL BANK OF MARYLAND

By: Richard M. [Signature]

Its: Nice President

STATE OF MARYLAND)

City OF Baltimore) SS:

I, Roger Weaver, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Richard M Folio of The First National Bank of Maryland, personally known to me or to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of The First National Bank of Maryland for the uses and purposes therein set forth.

Given my hand and notarial seal this 13th day of November, 1998.



Notary Public

Roger Weaver, Notary Public
State of Maryland

Commission expires Jan. 10, 1999

My Commission Expires:

Exhibit A

Thirty-Eight (38) mill gondola railcars bearing car marks and numbers as follows:

old mark	old #	new mark	new #
CR	586104	HBRV	586104
CR	586105	HBRV	586105
CR	586106	HBRV	586106
CR	586107	HBRV	586107
CR	586108	HBRV	586108
CR	586109	HBRV	586109
CR	586110	HBRV	586110
CR	586111	HBRV	586111
CR	586112	HBRV	586112
CR	586113	HBRV	586113
CR	586114	HBRV	586114
CR	586115	HBRV	586115
CR	586116	HBRV	586116
CR	586117	HBRV	586117
CR	586118	N/A	N/A
CR	586119	HBRV	586119
CR	586120	HBRV	586120
CR	586121	HBRV	586121
CR	586122	HBRV	586122
CR	586123	N/A	N/A
CR	586124	HBRV	586124
CR	586125	HBRV	586125
CR	586126	HBRV	586126
CR	586127	HBRV	586127
CR	586128	HBRV	586128
CR	586129	HBRV	586129
CR	586130	HBRV	586130
CR	586131	HBRV	586131
CR	586132	HBRV	586132
CR	586133	HBRV	586133
CR	586134	HBRV	586134
CR	586135	HBRV	586135
CR	586136	HBRV	586136
CR	586137	HBRV	586137
CR	586138	HBRV	586138
CR	586139	HBRV	586139
CR	586140	HBRV	586140
CR	586141	HBRV	586141